

# **Exhibit E**

## Hardlake Limited

Following a written decision by all members of the above company dated 27 January 2006, in accordance with paragraph 80 of the company's articles of association the following resolution was approved:

### SPECIAL RESOLUTION

1. **THAT** the Articles of Association of the Company be amended as follows:

A. By the addition of the following definition in Regulation 1 immediately after the definition of "the secretary":

"Loan Agreement" means a certain facility agreement dated on or about 31 January 2006 as amended varied or supplemented from time to time made between Credit Suisse, London Branch (the "Lender"), Alfa Telecom Limited (the "Guarantor") and the Company and Hardlake Limited (the "Borrowers") whereby the Lender has agreed to make available to the Borrowers a loan facility in the amount of up to USD450.000.000."

B. By the addition of the following Regulation 138A:

" 138A. Notwithstanding any other provision in the present Regulation, the Company shall not:

- (a) Issue or allot or grant any options over or in respect of, any new shares or debentures or any other securities of any nature in the capital of the Company or do any act would could dilute or affect the investment or equity holding of any Member in the Company except as expressly permitted under the Loan Agreement.
- (b) Recognise, register or accept any Member assigning, transferring or selling or disposing or pledging or encumbering in any way its shareholding interest in the share capital of the Company, other than pursuant to any security interest granted in connection with or under the Loan Agreement.
- (c) Incur any Financial Indebtedness (as defined in the Loan Agreement) except as expressly permitted under the Loan Agreement.
- (d) Declare or pay any dividend and/or distribution under or in respect of any of the shares in share capital of the Company except as expressly permitted pursuant to the Loan Agreement.

- C. By the addition of a new Regulation. 28A:

**"Notwithstanding anything contained in these Regulations, the directors shall not decline to register any transfer of shares, nor may they suspend registration thereof where such transfer is executed by any bank or institution to whom such shares have been charged or pledged by way of security, or by any nominee of such bank or institution, pursuant to the power of sale under such security, and a certificate by any official of such bank or institution that the shares were so charged or pledged and the transfer was so executed shall be conclusive evidence of such facts".**

- D. By the addition of the following sentence at the beginning of Regulation 5:

**"Subject to the provisions of Regulation 138A..."**

- E. By the addition of the following sentence at the beginning of Regulation 6:

**"Subject to the provisions of Regulation 138A..."**

- F. By the addition of the following sentence at the beginning of Regulation 27:

**"Subject to the provisions of Regulation 138A..."**

- G. By the addition of the following sentence at the beginning of Regulation 29:

**"Subject to the provisions of Regulation 138A..."**

- H. By the addition of the following sentence at the beginning of Regulation 34:

**"Subject to the provisions of Regulation 138A..."**

- I. By the addition of the following sentence at the beginning of Regulation 50:

**"Subject to the provisions of Regulation 138A..."**

- J. By the addition of the following sentence at the beginning of Regulation 51:

**"Subject to the provisions of Regulation 138A..."**

- K. By the addition of the following sentence at the beginning of Regulation 86:

**"Subject to the provisions of Regulation 138A..."**

L. By the addition of the following sentence at the beginning of Regulation 87:

**"Subject to the provisions of Regulation 138A..."**

M. By the addition of the following sentence at the beginning of Regulation 116:

**"Subject to the provisions of Regulation 138A..."**


N. By the insertion of a new Regulation 139:

"Notwithstanding anything contained in the Memorandum of Association of the Company the sole subject of activity of the Company shall be the holding of participants interests in Storm LLC a limited liability company registered in Ukraine as company number 23163325 ("**Storm**"), the exercise of any and all rights and obligations associated with or related to such shareholding and the entry into documents in connection with borrowings from Credit Suisse, London Branch and the lenders from time to time under the Loan Agreement. The Company shall not engage into or carry out. any other business activity of any nature whatsoever."

O. By the insertion of a new Regulation 140:

"The Company shall at all times exercise all rights it has as a participant in Storm solely in compliance with its obligations pursuant to its borrowing from Credit Suisse, London Branch and the lenders from time to time under the Loan Agreement."

**Certified True copy**

  
.....  
Sophia Ioannou  
For Abacus Secretarial Limited  
Secretary

**TRANSLATED  
TRUE COPY**  
  
ALIN KESTON  
FOR REGISTRAR OF COMPANIES

20/11/07